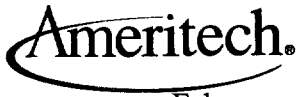


EX PARTE OR LATE FILED



February 18, 1999

Lynn Shapiro Starr
Vice President
Regulatory Affairs

Ms. Magalie Roman Salas
Secretary
Federal Communications Commission
445 12th Street, SW
Washington, DC 20554

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FEB 18 1999

FEDERAL COMMUNICATIONS COMMISSION
OFFICE OF THE SECRETARY

Re: **Ex Parte Statement**
CC Docket 98-141, CC Docket 98-147
and CC Docket 98-178

Dear Ms. Salas:

On February 16, 1999, Richard Notebaert, Chairman and Chief Executive Officer, Kelly Welsh, Executive Vice President and General Counsel, Barry Allen, Executive Vice President - Regulatory and Wholesale Operations, Gary Lytle, Vice President - Federal Relations, John Lenahan, Associate General Counsel, Ed Wynn, Vice President - Regulatory Policy, and I met with Commissioner Tristani and Paul Gallant, Legal Advisor. We discussed Ameritech's views regarding trends in the telecommunications industry towards serving customers nationally and internationally with a full range of product offerings and explained it is this trend that is driving all of the industry mergers, including that of Ameritech and SBC.

We also advocated the need for an expeditious decision on the pending merger. The attached material was used as part of our discussion.

Additionally, we discussed Ameritech's proposal for LATA boundary modifications for its advanced data services subsidiary and our position that a DSLAM should not be classified as a network element. Ameritech expressed concern about the certainty of 271 requirements and discussed its view that AT&T should be required to provide open access to AT&T/TCI's broadband facilities and services.

Sincerely yours,

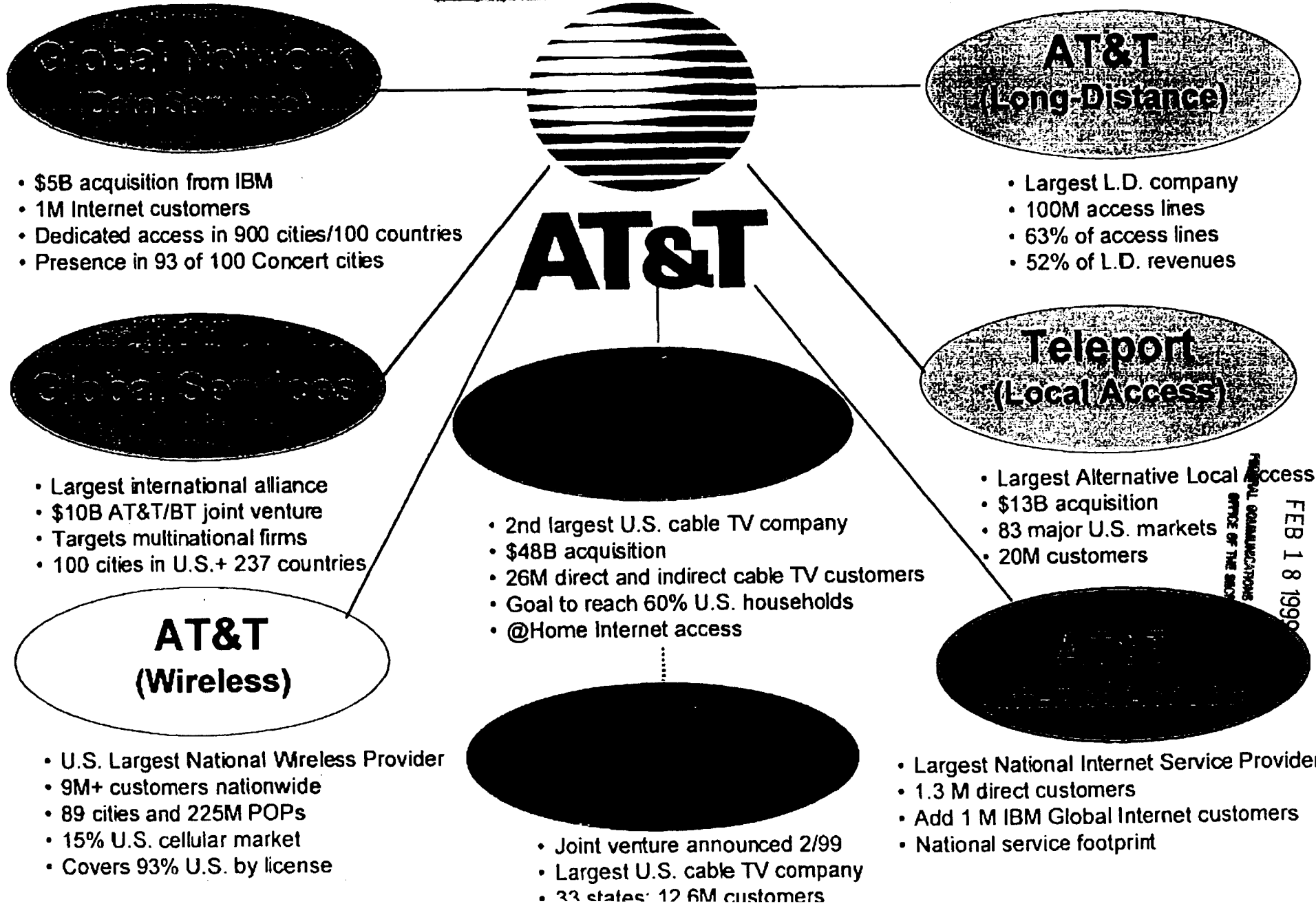
A handwritten signature in cursive script, appearing to read "Lynn Starr".

Attachment

cc: Commissioner Tristani
Paul Gallant

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The New AT&T

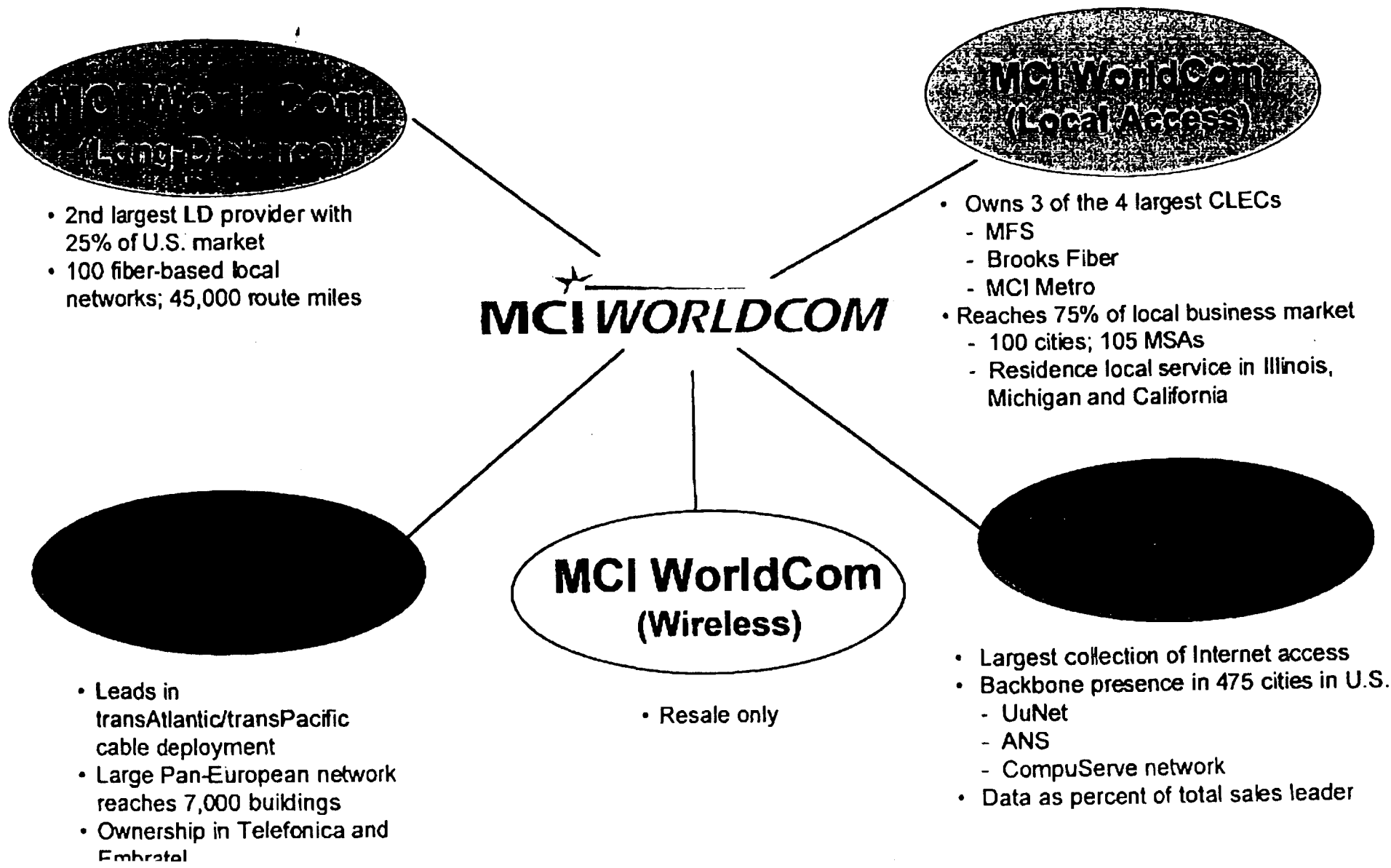


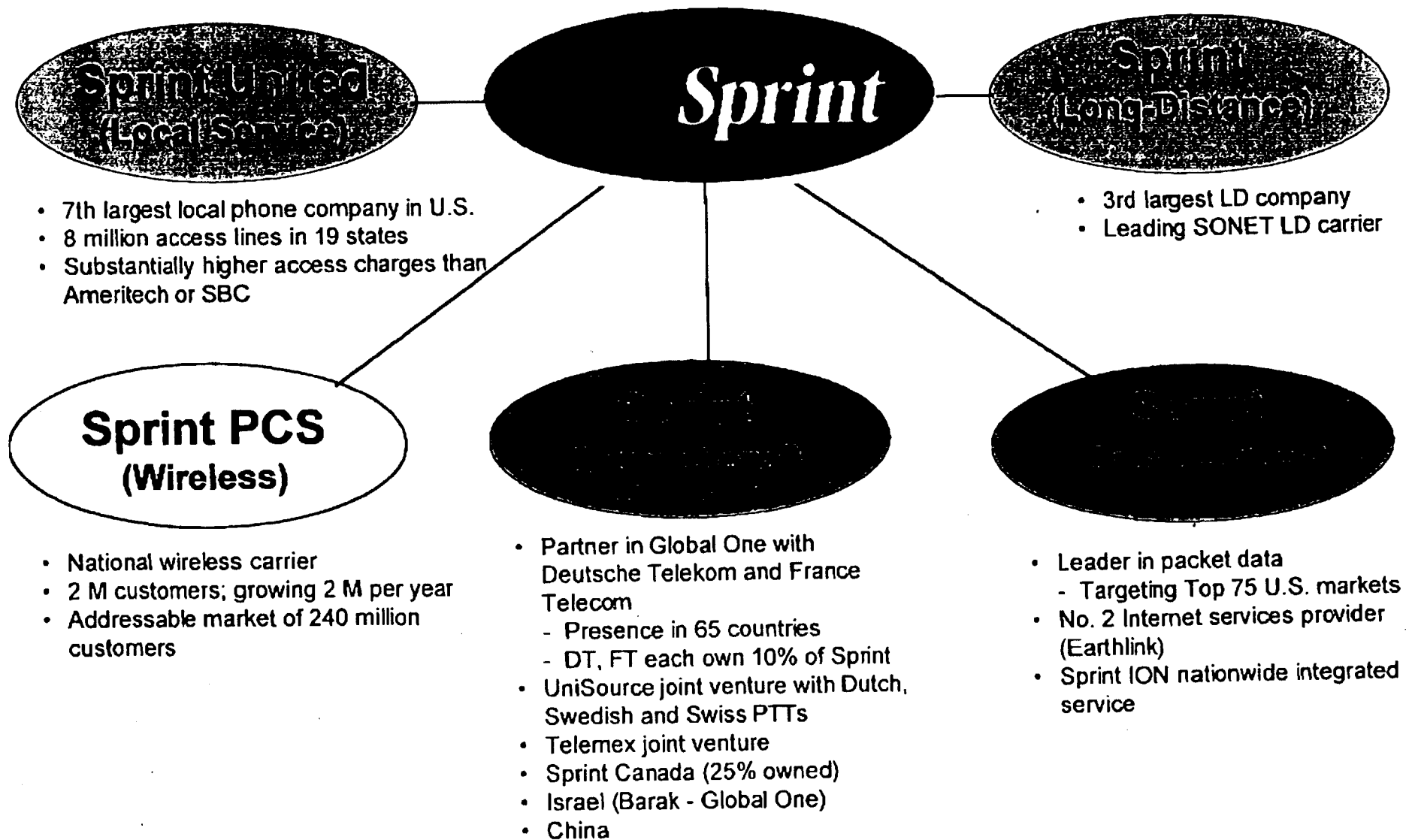
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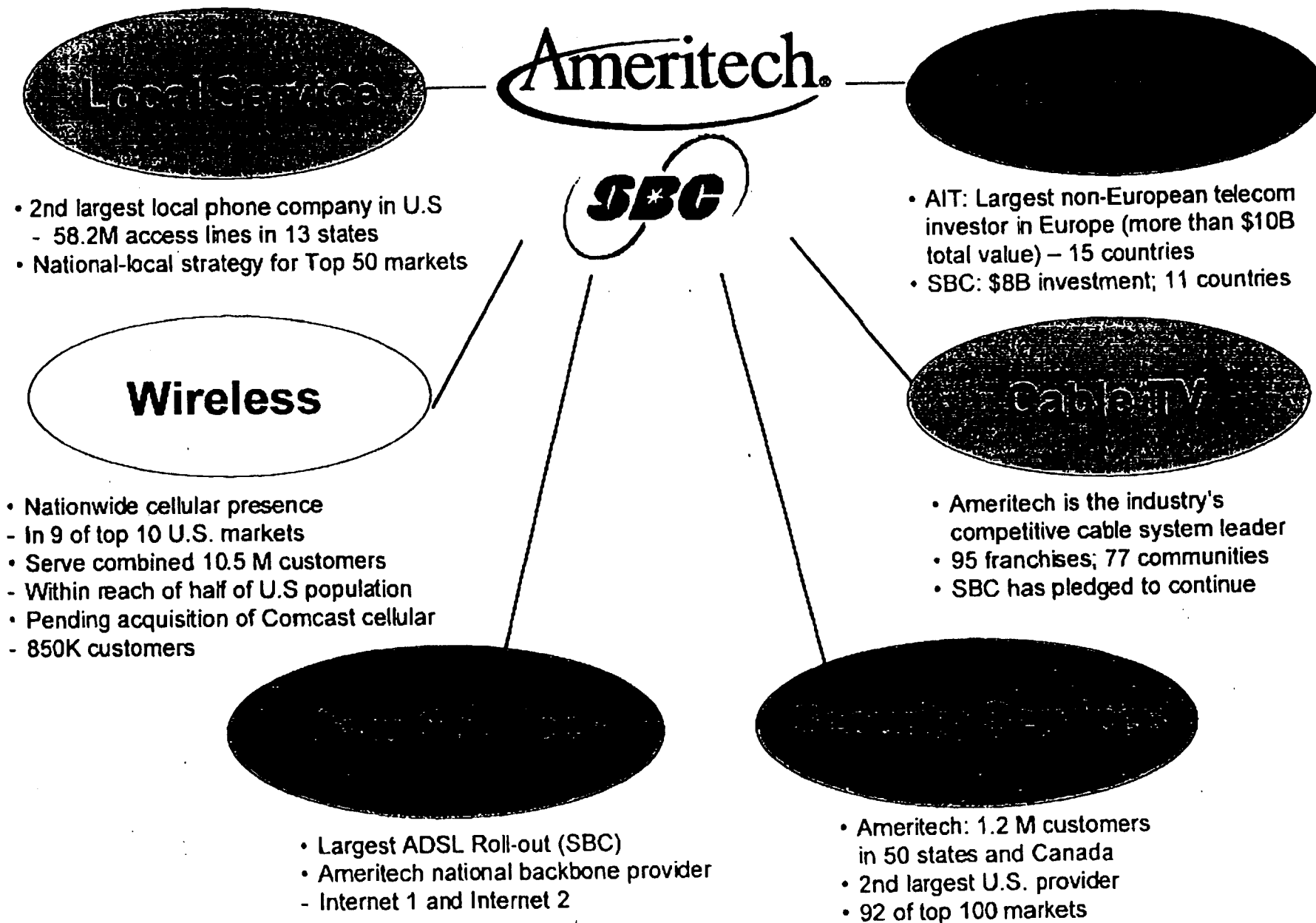
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The "New" MCI WorldCom





THE AMERITECH SBC GROUP



The Bell Atlantic/GTE

